

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:

DURA AUTOMOTIVE SYSTEMS, LLC, *et al.*,<sup>1</sup>

Debtors.

Chapter 11

Case No. 19-12378 (KBO)

(Jointly Administered)

Re: Docket Nos. 453, 741, 794, 903, 1057, 1141

Objection Deadline: August 17, 2020 at 4:00 p.m. (ET)

**THIRD INTERIM AND FINAL FEE APPLICATION OF LINCOLN  
PARTNERS ADVISORS LLC FOR ALLOWANCE OF COMPENSATION  
FOR SERVICES RENDERED AND FOR REIMBURSEMENT OF  
EXPENSES AS FINANCIAL ADVISOR AND INVESTMENT BANKER  
TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR  
THE PERIOD FROM APRIL 1, 2020 THROUGH JUNE 30, 2020**

Name of Applicant:	Lincoln Partners Advisors LLC (collectively, “ <u>Lincoln</u> ”)
Authorized to Provide Professional Services to:	Official Committee of Unsecured Creditors
Period for which compensation and reimbursement are sought:	April 1, 2020 through June 30, 2020
Amount of Compensation sought as actual reasonable, and necessary: <sup>2</sup>	\$725,000.00
Amount of Expense Reimbursement sought as actual, reasonable, and necessary:	\$559.56
Date of Order Approving Retention:	December 19, 2019, <i>nunc pro tunc</i> to November 1, 2019

This is a(n):    monthly   X   interim   X   final application

This is Lincoln’s third interim and final fee application.

Pursuant to the Conversion Procedures Order [Docket No. 1114], Lincoln will supplement this application with any fees or expenses incurred in July and an estimate through the date of conversion of these chapter 11 cases at a later date.

<sup>1</sup> The debtor entities in these chapter 11 cases, along with the last four digits of each Debtor entity’s federal tax identification number, are: Dura Automotive Systems Cable Operations, LLC (7052); Dura Automotive Systems, LLC (8111); Dura Fremont L.L.C. (1252); Dura G.P. (8092); Dura Mexico Holdings, LLC (4188); Dura Operating, LLC (2304); and NAMP, LLC (3693).

<sup>2</sup> Lincoln seeks the approval and allowance of compensation for fees of \$725,000.00 in total. However, only \$627,361.88 of fees shall be paid from the agreed-upon allocation of the professional fee escrow cap.

Lincoln Partners Advisors LLC (collectively “Lincoln”), the financial advisor and investment banker to the Official Committee of Unsecured Creditors (collectively, the “Committee”), seeking reimbursement in this third interim and final application, pursuant to sections 328, 330(a) and 331 of title 11 of the United States Code (the “Bankruptcy Code”) and Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), for the interim allowance of compensation for professional services performed by Lincoln for the period commencing April 1, 2020 through and including June 30, 2020 (the “Compensation Period”), and for reimbursement of its actual and necessary expenses incurred during the Compensation Period, respectfully represents:

#### **JURISDICTION AND VENUE**

This Court has jurisdiction over this Application pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2). Venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409. The statutory predicates for the relief sought herein are 11 U.S.C. §§ 328, 330 and 331, Bankruptcy Rule 2016, and Local Rules 2016-1 and -2.

#### **LINCOLN’S RETENTION**

On November 25, 2019, the Committee filed the *Application of the Official Committee of Unsecured Creditors to Retain and Employ Lincoln Partners Advisors LLC, as a Financial Advisor and Investment Banker Nunc Pro Tunc to November 1, 2019* (Docket No. 355) (the “Retention Application”), by which the Committee sought to retain and employ Lincoln as its financial advisor and investment banker in these cases. On December 19, 2019, this Court entered the *Order Approving the Application of the Official Committee of Unsecured Creditors to Retain and Employ Lincoln Partners Advisors LLC, as a Financial Advisor and Investment Banker Nunc Pro Tunc to November 1, 2019* (Docket No. 453) (the “Retention Order”), authorizing Lincoln’s retention.

**PREVIOUSLY FILED FEE APPLICATIONS**

Lincoln filed its first monthly application for compensation for professional services rendered and reimbursement of actual and necessary expenses incurred from November 1, 2019 through November 30, 2019 on January 27, 2020 [Docket No. 588]. No objections were filed and the deadline to object thereto was February 17, 2020. Lincoln filed a certificate of no objection on February 19, 2020 [Docket No. 665].

Lincoln filed its second monthly application for allowance of compensation for professional services rendered and reimbursement of actual and necessary expenses incurred from December 1, 2019 through December 31, 2019 on February 12, 2020 [Docket No. 641]. No objections were filed and the deadline to object thereto was March 4, 2020. Lincoln filed a certificate of no objection on March 5, 2020 [Docket No. 745].

Lincoln filed its first interim fee application for professional services rendered and reimbursement of actual and necessary expenses incurred from November 1, 2019 through December 31, 2019 on February 19, 2020 [Docket No. 667]. No objections were filed and the deadline to object thereto was March 11, 2020. Lincoln filed a certificate of no objection on March 13, 2020 [Docket No. 756]. This Court entered an order approving the interim application on March 26, 2020 [Docket No. 815].

Lincoln filed its third monthly application for allowance of compensation for professional services rendered and reimbursement of actual and necessary expenses incurred from January 1, 2019 through January 31, 2020 on March 3, 2020 [Docket No. 741]. No objections were filed and the deadline to object thereto was March 24, 2020. Lincoln filed a certificate of no objection on March 25, 2020 [Docket No. 812].

Lincoln filed its fourth monthly application for allowance of compensation for professional services rendered and reimbursement of actual and necessary expenses incurred

from February 1, 2020 through February 29, 2020 on March 23, 2020 [Docket No. 794]. No objections were filed and the deadline to object thereto was April 13, 2020. Lincoln filed a certificate of no objection April 14, 2020 [Docket No. 871].

Lincoln filed its fifth monthly application for allowance of compensation for professional services rendered and reimbursement of actual and necessary expenses incurred from March 1, 2020 through March 31, 2020 on April 21, 2020 [Docket No. 903]. Lincoln filed a certificate of no objection May 13, 2020 [Docket No. 1014].

Lincoln filed its second interim fee application for professional services rendered and reimbursement of actual and necessary expenses incurred from January 1, 2020 through March 31, 2020 on April 24, 2020 [Docket No. 919]. No objections were filed and the deadline to object thereto was May 15, 2020. This Court entered an order approving the interim application on May 26, 2020 [Docket No. 1060].

Lincoln filed its Sixth monthly application for allowance of compensation for professional services rendered and reimbursement of actual and necessary expenses incurred from April 1, 2020 through April 30, 2020 on May 22, 2020 [Docket No. 1057]. Lincoln filed a certificate of no objection June 15, 2020 [Docket No. 1125].

Lincoln filed its Seventh monthly application for allowance of compensation for professional services rendered and reimbursement of actual and necessary expenses incurred from May 1, 2020 through May 31, 2020 on June 22, 2020 [Docket No. 1141]. No objections have been filed to date and the deadline to object thereto is July 13, 2020.

Lincoln has attached hereto as **Exhibit A** its Eighth monthly and final application for allowance of compensation for professional services rendered and reimbursement of actual and necessary expenses incurred from June 1, 2020 through June 30, 2020.

**Previous Compensation and Reimbursement of Expenses**

As of this date, Lincoln has received \$477,014.75 on account of services rendered and expenses incurred after the Petition Date.

By this Application, Lincoln seeks approval and allowance of compensation in the total amount of \$725,000.00. This amount includes 100% of the fees for services rendered during the Compensation Period for \$725,000.00, which includes \$225,000.00 of monthly fees for April through June 2020 as well as Lincoln's \$500,000.00 transaction fee pursuant to the completion of the sale transactions, and 100% reimbursement of expenses incurred during the Compensation Period for \$559.56. Pursuant to an agreed-upon allocation of the professional fee escrow cap, \$627,361.88 of the professional fees and \$559.56 of expense reimbursements shall be paid from the professional fee escrow. These amounts are detailed in previously filed monthly fee applications attached hereto as **Exhibit B**. A summary by task code for services rendered during this Compensation Period is attached hereto as **Exhibit C**. A detailed summary of timekeepers who worked on this case is attached hereto as **Exhibit D**. A summary of expenses incurred during the Compensation Period is attached hereto as **Exhibit E**. Lincoln's customary and comparable compensation disclosure is attached hereto as **Exhibit F**. The staffing plan prepared by Lincoln for the Compensation Period is attached hereto as **Exhibit G**. Certain additional disclosures are attached hereto as **Exhibit H**.

WHEREFORE, Lincoln respectfully requests an order approving payment in the amount of \$725,000.00 in fees and \$559.56 in expenses for a total compensation of \$725,559.56 (\$627,921.44 in total shall be paid from the professional fee escrow cap) as incurred during this Compensation Period and set forth in this Application.

Dated: July 17, 2020  
Chicago, Illinois

Respectfully submitted,

/s/ *Brendan J. Murphy*  
Brendan J. Murphy  
Lincoln Partners Advisors LLC  
Managing Director  
500 West Madison Street  
Suite 3900  
Chicago, Illinois 60661  
Telephone: (212) 257-7751

Email: [bmurphy@lincolninternational.com](mailto:bmurphy@lincolninternational.com)

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:

DURA AUTOMOTIVE SYSTEMS, LLC, *et al.*,<sup>1</sup>

Debtors.

Chapter 11

Case No. 19-12378 (KBO)

(Jointly Administered)

**CERTIFICATION OF BRENDAN J. MURPHY**

I, Brendan J. Murphy, under penalty of perjury, certify as follows:

1. I am a Managing Director in the Special Situations Group at Lincoln International ("Lincoln"). I make this certification in accordance with Local Rule 2016-2 regarding the contents of Lincoln's concurrently-filed application for compensation and expenses. I have read the application and am familiar with the work performed on behalf of the Official Committee of Unsecured Creditors by the professionals of Lincoln.

2. The facts set forth in the application are true and correct to my knowledge, information and belief. I have reviewed Local Rule 2016-2 and the Interim Compensation Order and submit that the application substantially complies with such Local Rule and the Interim Compensation Order.

Dated: July 17, 2020

/s/ Brendan J. Murphy

Brendan J. Murphy

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<sup>1</sup> The debtor entities in these chapter 11 cases, along with the last four digits of each Debtor entity's federal tax identification number, are: Dura Automotive Systems Cable Operations, LLC (7052); Dura Automotive Systems, LLC (8111); Dura Fremont L.L.C. (1252); Dura G.P. (8092); Dura Mexico Holdings, LLC (4188); Dura Operating, LLC (2304); and NAMP, LLC (3693)

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Debtors.

Chapter 11

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Re: Docket Nos. 453, 741, 794, 903, 1057, 1141

Objection Deadline: August 17, 2020 at 4:00 p.m. (ET)

**NOTICE OF LINCOLN PARTNERS ADVISORS LLC  
MOTION FOR THIRD INTERIM AND FINAL ALLOWANCE OF  
COMPENSATION FOR SERVICES RENDERED AND FOR REIMBURSEMENT  
OF EXPENSES AS FINANCIAL ADVISOR AND INVESTMENT BANKER TO  
THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR THE  
PERIOD FROM APRIL 1, 2020 THROUGH JUNE 30, 2020**

Name of Applicant:	Lincoln Partners Advisors LLC (collectively, " <u>Lincoln</u> ")
Authorized to Provide Professional Services to:	Official Committee of Unsecured Creditors
Period for which compensation and reimbursement are sought:	April 1, 2020 through June 30, 2020
Amount of Compensation sought as actual reasonable, and necessary: <sup>2</sup>	\$725,000.00
Amount of Expense Reimbursement sought as actual, reasonable, and necessary:	\$559.56
Date of Order Approving Retention:	December 19, 2019, <i>nunc pro tunc</i> to November 1, 2019

This is a(n):    monthly   X   interim   X   final application

This is Lincoln's third interim and final fee application.

Pursuant to the Conversion Procedures Order [Docket No. 1114], Lincoln will supplement this application with any fees or expenses incurred in July and an estimate through the date of conversion of these chapter 11 cases at a later date

<sup>1</sup> The debtor entities in these chapter 11 cases, along with the last four digits of each Debtor entity's federal tax identification number, are: Dura Automotive Systems Cable Operations, LLC (7052); Dura Automotive Systems, LLC (8111); Dura Fremont L.L.C. (1252); Dura G.P. (8092); Dura Mexico Holdings, LLC (4188); Dura Operating, LLC (2304); and NAMP, LLC (3693).

<sup>2</sup> Lincoln seeks the approval and allowance of compensation for fees of \$725,000.00 in total. However, only \$627,361.88 of fees shall be paid from the agreed-upon allocation of the professional fee escrow cap.

**SUMMARY OF FILED MONTHLY FEE APPLICATIONS  
DURING THIRD INTERIM AND FINAL APPLICATION**

**APRIL 1, 2020 THROUGH JUNE 30, 2020**

Requested						Approved/ Pending Approval <sup>3</sup>		20% Fee Holdback
Docket No. Date Filed	Period Covered	CNO Date Filed/ Docket No.	Fees	Expenses	Total	Fees	Expenses	
1 5/22/20 [D.I. 1057]	4/1/20 through 4/30/20	5/15/20 [D.I. 1125]	\$75,000.00	\$498.81	\$75,498.81	\$60,000.00	\$498.81	\$15,000.00
2 6/22/20 [D.I. 1141]	5/1/20 through 5/31/20	N/A	\$75,000.00	\$0.00	\$75,000.00	\$60,000.00	\$0.00	\$15,000.00
3 <u>Exhibit A</u>	6/1/20 through 6/30/20	N/A	\$75,000.00	\$60.75	\$75,060.75	\$60,000.00	\$60.75	\$15,000.00
<b>TOTAL MONTHLY FEES:</b>			<b>\$225,000.00</b>	<b>\$559.56</b>	<b>\$225,559.56</b>	<b>\$180,000.00</b>	<b>\$559.56</b>	<b>\$45,000.00</b>
<b>TRANSACTION FEE:</b>			<b>\$500,000.00</b>	<b>N/A</b>	<b>\$500,000.00</b>	<b>\$400,000.00</b>	<b>N/A</b>	<b>\$100,000.00</b>
<b>TOTAL FEES:</b>			<b>\$725,000.00</b>	<b>\$559.56</b>	<b>\$725,559.56</b>	<b>\$580,000.00</b>	<b>\$559.56</b>	<b>\$145,000.00</b>
<b>TOTAL COMPENSATION PER PROFESSIONAL FEE ESCROW:</b>			<b>\$627,361.88</b>	<b>\$559.56</b>	<b>\$627,921.44</b>	<b>\$501,889.50</b>	<b>\$559.56</b>	<b>\$125,472.38</b>

PLEASE TAKE NOTICE that pursuant to the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals* [Docket No. 389] (the “Compensation Procedures Order”), Lincoln, as financial advisor and investment banker to the Official Committee of Unsecured Creditors, hereby files this interim fee application (the “Application”) with the United States Bankruptcy Court for the District of Delaware, 824 N. Market Street, 3rd Floor, Wilmington, Delaware 19801 (the “Bankruptcy Court”).

PLEASE TAKE FURTHER NOTICE that in accordance with the Compensation Procedures Order entered by the Court on December 3, 2019, any objection or other response to the Application must be (i) filed with the Clerk of the United States Bankruptcy Court for the District of Delaware, 824 N. Market Street, 3rd Floor, Wilmington, Delaware 19801, **on or**

<sup>3</sup> Absent the filing of an objection by the Objection Deadline, Lincoln will file a Certificate of No Objection, which filing shall entitle Lincoln to full payment of any amounts (separate and apart from monthly fee application procedures), including 20% holdbacks, referenced in this Application.

**before August 17, 2020 at 4:00 p.m. (Eastern Time)** (the “Objection Deadline”); and (ii) served so as to be actually received no later than the Objection Deadline by (a) the Applicant and (b) the Notice Parties (as defined and identified in the Compensation Procedures Order).

PLEASE TAKE FURTHER NOTICE that, in the event of any Objection, a hearing on the Application will be scheduled and held before the Honorable Karen B. Owens, United States Bankruptcy Judge, at the United States Bankruptcy Court for the District of Delaware, 824 N. Market Street, 6th Floor, Courtroom 6, Wilmington, Delaware 19801.

**PLEASE TAKE FURTHER NOTICE THAT IF YOU FAIL TO RESPOND TO THE APPLICATION IN ACCORDANCE WITH THIS NOTICE, THE COURT MAY GRANT THE RELIEF REQUESTED IN THE APPLICATION WITHOUT FURTHER NOTICE OR OPPORTUNITY FOR A HEARING.**

Dated: July 17, 2020  
Chicago, Illinois

Respectfully submitted,

/s/ Brendan J. Murphy  
Brendan J. Murphy  
Lincoln Partners Advisors LLC  
Managing Director  
500 West Madison Street  
Suite 3900  
Chicago, Illinois 60661  
Telephone: (212) 257-7751  
Email: bmurphy@lincolninternational.com

**EXHIBIT A**

**SUMMARY OF EIGHTH MONTHLY APPLICATION  
OF LINCOLN PARTNERS ADVISORS LLC FOR ALLOWANCE OF  
COMPENSATION FOR SERVICES RENDERED AND FOR REIMBURSEMENT OF  
EXPENSES AS FINANCIAL ADVISOR AND INVESTMENT BANKER TO THE  
OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR THE  
PERIOD FROM JUNE 1, 2020 THROUGH JUNE 30, 2020**

**IN THE UNITED STATES BANKRUPTCY COURT  
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In re:

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Debtors.

Chapter 11

Case No. 19-12378 (KBO)

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OF LINCOLN PARTNERS ADVISORS LLC FOR ALLOWANCE OF  
COMPENSATION FOR SERVICES RENDERED AND FOR REIMBURSEMENT OF  
EXPENSES AS FINANCIAL ADVISOR AND INVESTMENT BANKER TO THE  
OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR THE  
PERIOD FROM JUNE 1, 2020 THROUGH JUNE 30, 2020**

Name of Applicant:	Lincoln Partners Advisors LLC (collectively, “ <u>Lincoln</u> ”)
Authorized to Provide Professional Services to:	Official Committee of Unsecured Creditors
Period for which compensation and reimbursement are sought:	June 1, 2020 through June 30, 2020
Amount of Compensation sought as actual reasonable, and necessary:	\$60,000.00 (80% of \$75,000.00 monthly fee)
Amount of Expense Reimbursement sought as actual, reasonable, and necessary:	\$60.75 <sup>2</sup>
Date of Order Approving Retention:	December 19, 2019, <i>nunc pro tunc</i> to November 1, 2019

This is a(n): X monthly \_\_\_ interim \_\_\_ final application

<sup>1</sup> The debtor entities in these chapter 11 cases, along with the last four digits of each Debtor entity’s federal tax identification number, are: Dura Automotive Systems Cable Operations, LLC (7052); Dura Automotive Systems, LLC (8111); Dura Fremont L.L.C. (1252); Dura G.P. (8092); Dura Mexico Holdings, LLC (4188); Dura Operating, LLC (2304); and NAMP, LLC (3693)

<sup>2</sup> The expenses included in this Monthly Fee Statement are only those that have been entered into Lincoln’s accounting system as of the date hereof, and may not include all expenses incurred by Lincoln, during the Compensation Period. Lincoln reserves the right to seek allowance and payment for any expenses that have not been included in this Monthly Fee Statement in subsequent monthly fee statements.

**SUMMARY OF FEES**

<b>Professional</b>	<b>Position</b>	<b>Total Hours</b>	<b>Total Compensation</b>
Brendan Murphy	Managing Director	10.5	
Sanjeev Varma	Senior Advisor	6.5	
Peter Gnatowski	Director	16.5	
Alex Gebert	Analyst	22.5	
<b>Total</b>		<b>56.0</b>	<b>\$75,000.00</b>
Litigation Support / Contested Hearing Preparation / Attendance			-
<b>Grand Total</b>			<b>\$75,000.00</b>

**SUMMARY OF HOURS BY TASK CODE**

<b>Task Code</b>	<b>Task Description</b>	<b>Total Hours</b>
1	First Day Motions and Related Due Diligence / Analysis	-
2	DIP Financing, Cash Flow, Liquidity and MOR Analysis	-
3	Business and Financial Due Diligence / Analysis	11.0
4	Sale Process / Buyers / Strategic Alternatives	20.0
5	Creditor and Counsel Communications / Meetings	5.0
6	Debtor and Other Professional Communications / Meetings	2.0
7	Court Hearing, Testimony and Related Preparation	1.5
8	Plan of Reorganization	-
9	Claims Analysis	-
10	Bankruptcy Filings and Other Motion Review	7.0
11	Travel Time	-
12	Case Administration / General	9.5
<b>Grand Total</b>		<b>56.0</b>

**SUMMARY OF HOURS BY TASK CODE**

<b>Expense Type</b>	<b>Amount</b>
Teleconferencing	\$ 60.75
<b>Total</b>	<b>\$ 60.75</b>

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Debtors.

Chapter 11

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OF LINCOLN PARTNERS ADVISORS LLC FOR ALLOWANCE OF  
COMPENSATION FOR SERVICES RENDERED AND FOR REIMBURSEMENT OF  
EXPENSES AS FINANCIAL ADVISOR AND INVESTMENT BANKER TO THE  
OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR THE  
PERIOD FROM JUNE 1, 2020 THROUGH JUNE 30, 2020**

Lincoln Partners Advisors LLC (collectively “Lincoln”), the financial advisor and investment banker to the Official Committee of Unsecured Creditors (collectively, the “Committee”), hereby submits its eighth monthly fee statement (this “Monthly Fee Statement”) for allowance of compensation of \$60,060.75 which includes (i) 80% of Lincoln’s monthly fee for June 2020 of \$75,000.00 and (ii) 100% of the reimbursement of expenses of \$60.75 for the period from June 1, 2020 through June 30, 2020 (the “Compensation Period”) in accordance with the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals* (Docket No. 389) (the “Interim Compensation Order”).

**JURISDICTION AND VENUE**

1. This Court has jurisdiction to consider this matter pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b). Venue for this matter is proper

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<sup>1</sup> The debtor entities in these chapter 11 cases, along with the last four digits of each Debtor entity’s federal tax identification number, are: Dura Automotive Systems Cable Operations, LLC (7052); Dura Automotive Systems, LLC (8111); Dura Fremont L.L.C. (1252); Dura G.P. (8092); Dura Mexico Holdings, LLC (4188); Dura Operating, LLC (2304); and NAMP, LLC (3693).

in this district pursuant to 28 U.S.C. §§ 1408 and 1409.

### **Background**

2. On October 17, 2019 (the “Petition Date”), the Debtors filed voluntary petitions for relief.

3. On November 1, 2019 (the “Committee Formation Date”), the United States Trustee (the “U.S. Trustee”) appointed the Committee pursuant to section 1102 of Title 11 of the United States Code (the “Bankruptcy Code”). On November 1, 2019 (the “Retention Date”), the Committee selected Lincoln to serve as financial advisor and investment banker to the Committee.

### **Lincoln’s Retention**

4. On November 25, 2019, the Committee filed the *Application of the Official Committee of Unsecured Creditors to Retain and Employ Lincoln Partners Advisors LLC, as a Financial Advisor and Investment Banker Nunc Pro Tunc to November 1, 2019* (Docket No. 355) (the “Retention Application”), by which the Committee sought to retain and employ Lincoln as its financial advisor and investment banker in these cases. On December 19, 2019, this Court entered the *Order Approving the Application of the Official Committee of Unsecured Creditors to Retain and Employ Lincoln Partners Advisors LLC, as a Financial Advisor and Investment Banker Nunc Pro Tunc to November 1, 2019* (Docket No. 453) (the “Retention Order”), authorizing the retention of Lincoln as the Committee’s financial advisor and investment banker.

### **Interim Compensation Order**

5. On November 19, 2019, the Debtors filed the *Debtors’ Motion for Entry of an Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals* (Docket No. 344) (the “Interim Compensation Procedures Motion”), which sought to establish procedures for the compensation and reimbursement of professionals whose

retentions are approved by the Court on a monthly and interim basis and on terms comparable to the procedures established in other large chapter 11 cases. On December 3, 2019, this Court entered the Interim Compensation Order, which approved the relief sought in the Interim Compensation Procedures Motion and authorized the implementation of the monthly and interim compensation procedures contemplated therein.

6. Specifically, the Interim Compensation Order provides that “[e]ach Professional seeking monthly compensation must prepare monthly fee applications (each, a ‘Monthly Fee Application’) in accordance with Local Rules 2016-2(c)(i) and (ii), which shall include (i) the information required by Local Forms 101 and 102 and (ii) a monthly invoice that contains the fee and expense detail that describes the fees and expenses incurred by such Professional.” Interim Compensation Order, ¶ 4(c). The Interim Compensation Order further provides that Monthly Fee Applications shall be filed no sooner than the 21<sup>st</sup> day following the month for which fees are sought (*id.* at ¶ 2(a)).

### **LINCOLN’S APPLICATION FOR COMPENSATION AND REIMBURSEMENT OF EXPENSES**

#### **Compensation Paid and Its Sources**

7. Lincoln has received no payment for services rendered in any capacity in connection with the matters covered in this Monthly Fee Statement, nor has it received any promises for payment for matters covered by this Monthly Fee Statement from any source other than from the Debtors. There is no agreement or understanding between Lincoln and any other person for the sharing of compensation to be received for the services rendered during the Fee Period.

#### **Itemization of Services Rendered and Disbursements Incurred**

8. Attached hereto as Appendix A are the time records of Lincoln, which provide a

summary of the time spent by each Lincoln professional during the Compensation Period by project category. Lincoln generally does not bill its clients based on the number of hours expended by its professionals. Lincoln typically bills clients on a retainer basis (generally monthly), plus a transaction fee or fees based upon completion, and per diem fees where litigation support or testimony by Lincoln to counsel may be needed. Consistent with the terms of the Retention Order, however, Lincoln has maintained a time log detailing the activities and services performed by Lincoln on behalf of the Debtors, in half hour increments, during the Compensation Period.

9. Attached hereto as Appendix B is a detailed itemization of expenses incurred by Lincoln during the Compensation Period for which Lincoln seeks reimbursement. Lincoln has followed its general internal policies and Retention Order with respect to out-of-pocket expenses billed to the Debtors.

**Total Fees and Expenses**  
**Sought for the Compensation Period**

10. Pursuant to the Interim Compensation Order, Lincoln seeks payment from the Debtors in the amount of \$60,060.75 which represents (a) 80% of Lincoln's total fees for services rendered during the Compensation Period and (b) 100% of the expenses incurred by Lincoln during the Compensation Period. Total fees include Lincoln's \$75,000.00 monthly fee for June 2020.

**CONCLUSION**

11. Lincoln professionals expended a total of 56.0 hours in connection with their representation of the Committee during the Compensation Period. Pursuant to the Interim Compensation Order, by this Monthly Fee Statement, Lincoln seeks payment from the Debtors in the amount of \$60,060.75, which amount represents (a) 80% of Lincoln's total fees for services

rendered during the Compensation Period and (b) 100% of the total expenses incurred during the Compensation Period (the “Requested Payment”). Pursuant to section 328(a) of the Bankruptcy Code, Lincoln believes these fees and expenses are not improvident as compared to the circumstances that existed on the date of Lincoln’s retention.<sup>2</sup> Moreover, Lincoln has reviewed the requirements of Local Rule 2016-2 and the Interim Compensation Order and believes that this Monthly Fee Statement complies with such Local Rule and Order.

**NOTICE**

12. Lincoln will serve this Monthly Fee Statement in accordance with the Interim Compensation Order and the Local Rules. Pursuant to the Interim Compensation Order, objections to this Monthly Fee Statement, if any, must be in writing, filed with the Court and served upon Lincoln so as to be received no later than August 7, 2020 (the “Objection Deadline”). If no objections to this Monthly Fee Statement are received by the Objection Deadline, Lincoln shall receive the Requested Payment from the Debtors pursuant to the terms of the Interim Compensation Order and the Retention Order.

Dated: July 17, 2020  
Chicago, Illinois

Respectfully submitted,

/s/ Brendan J. Murphy  
Brendan J. Murphy  
Lincoln Partners Advisors LLC  
Managing Director  
500 West Madison Street  
Suite 3900  
Chicago, Illinois 60661  
Telephone: (212) 257-7751  
Email: bmurphy@lincolninternational.com

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<sup>2</sup> In addition, to the extent Lincoln’s fees and expenses are subject to review under the factors enumerated in section 330 of the Bankruptcy Code, Lincoln respectfully submits that the amount requested is fair and reasonable given (a) the complexity of the cases, (b) the time expended, (c) the nature and extent of services rendered, (d) the value of such services and (e) the costs of comparable services rendered in a case outside the Bankruptcy Code.

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In re:

DURA AUTOMOTIVE SYSTEMS, LLC, *et al.*,<sup>1</sup>

Debtors.

Chapter 11

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**CERTIFICATION OF BRENDAN J. MURPHY**

I, Brendan J. Murphy, under penalty of perjury, certify as follows:

1. I am a Managing Director of Lincoln's Special Situations Group at Lincoln Partners Advisors LLC ("Lincoln"). I make this certification in accordance with Local Rule 2016-2 regarding the contents of Lincoln's concurrently-filed application for compensation and expenses. I have read the application and am familiar with the work performed on behalf of the Official Committee of Unsecured Creditors by the professionals of Lincoln.

2. The facts set forth in the application are true and correct to my knowledge, information and belief. I have reviewed Local Rule 2016-2 and the Interim Compensation Order and submit that the application substantially complies with such Local Rule and the Interim Compensation Order.

Dated: July 17, 2020

/s/ Brendan J. Murphy

Brendan J. Murphy

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<sup>1</sup> The debtor entities in these chapter 11 cases, along with the last four digits of each Debtor entity's federal tax identification number, are: Dura Automotive Systems Cable Operations, LLC (7052); Dura Automotive Systems, LLC (8111); Dura Fremont L.L.C. (1252); Dura G.P. (8092); Dura Mexico Holdings, LLC (4188); Dura Operating, LLC (2304); and NAMP, LLC (3693)

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:

DURA AUTOMOTIVE SYSTEMS, LLC, *et al.*,<sup>1</sup>

Debtors.

Chapter 11

Case No. 19-12378 (KBO)

(Jointly Administered)

**Objection Deadline: August 7, 2020 at 4:00 p.m. (ET)**

**Hearing Date: To be scheduled only if response filed.**

**NOTICE OF FILING OF SUMMARY OF EIGHTH MONTHLY APPLICATION  
OF LINCOLN PARTNERS ADVISORS LLC FOR ALLOWANCE OF  
COMPENSATION FOR SERVICES RENDERED AND FOR REIMBURSEMENT OF  
EXPENSES AS FINANCIAL ADVISOR AND INVESTMENT BANKER TO THE  
OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR THE  
PERIOD FROM JUNE 1, 2020 THROUGH JUNE 30, 2020**

**PLEASE TAKE NOTICE** that on July 17, 2020, Lincoln Partners Advisors LLC as financial advisor and investment banker to the Official Committee of Unsecured Creditors (the “Committee”) filed and served the *Eighth Monthly Application of Lincoln Partners Advisors LLC for Allowance of Compensation for Services Rendered and for Reimbursement of Expenses as Financial Advisor and Investment Banker to the Official Committee of Unsecured Creditors for the Period From June 1, 2020 Through June 30, 2020* (the “Application”), seeking compensation and expenses for the reasonable and necessary services rendered to the Committee.

**PLEASE TAKE FURTHER NOTICE** that objections or responses to the Application, if any, must be made in writing, served on Lincoln and filed with the United States Bankruptcy Court for the District of Delaware, 824 North Market Street, Wilmington, Delaware 19801, on or before **August 7, 2020 at 4:00 p.m. (ET).**

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<sup>1</sup> The debtor entities in these chapter 11 cases, along with the last four digits of each Debtor entity’s federal tax identification number, are: Dura Automotive Systems Cable Operations, LLC (7052); Dura Automotive Systems, LLC (8111); Dura Fremont L.L.C. (1252); Dura G.P. (8092); Dura Mexico Holdings, LLC (4188); Dura Operating, LLC (2304); and NAMP, LLC (3693)

The Application is submitted pursuant to the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals* entered by this Court on December 3, 2019 (Docket No. 389) (the “Interim Compensation Order”).

**PLEASE TAKE FURTHER NOTICE** that at the same time, you must also serve a copy of the response or objection upon: (i) the Debtors, Dura Automotive Systems, LLC, 1780 Pond Run, Auburn Hills, Michigan 48326, Attn: Pam McIntyre (mcintyre.p@duraauto.com); (ii) counsel to the Debtors, Kirkland & Ellis LLP, 300 North LaSalle, Chicago, Illinois 60654, Attn: Gregory F. Pesce (gregory.pesce@kirkland.com) and Christopher S. Koenig (chris.koenig@kirkland.com); (iii) co-counsel to the Debtors, Bayard, P.A., 600 North King Street, Suite 400, Wilmington, Delaware 19801, Attn: Justin R. Alberto (jalberto@bayardlaw.com); (iv) counsel to the agent under the Debtors’ debtor-in-possession financing facility, Arnold & Porter, 250 West 55th Street, New York, New York 10019, Attn: Jonathan I. Levine (jonathan.levine@arnoldporter.com) and Womble Bond Dickinson (US) LLP, 222 Delaware Avenue, Suite 1501, Wilmington, Delaware 19801, Attn: Matthew P. Ward (matthew.ward@wbd-us.com); (v) counsel to the Committee, Dentons US LLP, 1221 Avenue of the Americas, New York, New York 10020-1089, Attn: Oscar N. Pinkas (oscar.pinkas@dentons.com) and Lauren Macksoud (lauren.macksoud@dentons.com) and Benesch, Friedlander, Coplan & Aronoff LLP, 222 Delaware Avenue, Suite 801, Wilmington, Delaware 19801, Attn: Jennifer R. Hoover (jhoover@beneschlaw.com) and Kevin M. Capuzzi (kcapuzzi@beneschlaw.com); and (vi) the United States Trustee, 844 King Street, Suite 2207, Lockbox 35, Wilmington, Delaware 19801, Attn: Juliet Sarkessian (juliet.m.sarkessian@usdoj.gov).

**PLEASE TAKE FURTHER NOTICE THAT IF NO OBJECTIONS ARE FILED**

AND SERVED IN ACCORDANCE WITH THE ABOVE PROCEDURES, THEN 80% OF FEES AND 100% OF EXPENSES AS REQUESTED IN THE APPLICATION SHALL BE PAID BY THE DEBTORS PURSUANT TO THE INTERIM COMPENSATION ORDER WITHOUT FURTHER HEARING OR ORDER OF THE COURT. IF A TIMELY OBJECTION IS FILED AND SERVED, THEN PAYMENT WILL BE MADE ACCORDING TO THE PROCEDURES SET FORTH IN THE INTERIM COMPENSATION ORDER. A HEARING ON THE APPLICATION WILL BE HELD ONLY IF OBJECTIONS OR RESPONSES ARE TIMELY FILED.

Dated: July 17, 2020

Respectfully submitted,  
BENESCH, FRIEDLANDER, COPLAN &  
ARONOFF LLP

/s/ Jennifer Hoover  
Jennifer Hoover (DE No. 5111)  
Kevin Capuzzi (DE No. 5462)  
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-and-

Oscar N. Pinkas (admitted *pro hac vice*)  
Lauren Macksoud (admitted *pro hac vice*)  
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*Counsel to Official Committee of Unsecured Creditors*

**APPENDIX A**

**STATEMENT OF HOURS BY PROFESSIONAL BY PROJECT CATEGORY**

**APPENDIX A**  
**TIME RECORDS OF LINCOLN PROFESSIONALS**  
**FOR THE PERIOD JUNE 1, 2020 TO JUNE 30, 2020**

Date	Name	Description of Task(s)	Hours	Category
6/3/20	Brendan Murphy	Review professional fee escrow detail	0.5	3
6/3/20	Brendan Murphy	Sale process update/review	0.5	4
6/4/20	Brendan Murphy	Professional fee escrow reconciliation	1.0	3
6/4/20	Brendan Murphy	Sale process update/review	0.5	4
6/5/20	Brendan Murphy	Sale process update/review	1.0	4
6/5/20	Brendan Murphy	Review direction letters filed	0.5	10
6/6/20	Brendan Murphy	Sale process update/review	0.5	4
6/9/20	Brendan Murphy	Sale process update/review	0.5	4
6/10/20	Brendan Murphy	Sale process update/review	1.0	4
6/10/20	Brendan Murphy	Internal workstreams call with Counsel	0.5	5
6/14/20	Brendan Murphy	Review/discuss sale process updates with Counsel	0.5	5
6/18/20	Brendan Murphy	Review/discuss sale process updates	0.5	4
6/18/20	Brendan Murphy	Comments regarding conversion motion	1.0	10
6/19/20	Brendan Murphy	Sale process update/review and emails re: the same	0.5	4
6/19/20	Brendan Murphy	Discussion sale closing with Debtors' Advisors	0.5	6
6/22/20	Brendan Murphy	Review fee application	0.5	12
6/24/20	Brendan Murphy	Review filed conversion motion	0.5	10
<b>June 1, 2020 - June 30, 2020 Hours for Brendan Murphy</b>			<b>10.5</b>	
6/3/20	Sanjeev Varma	Review of sale process updates	0.5	4
6/4/20	Sanjeev Varma	Review of NA sales process update	0.5	4
6/5/20	Sanjeev Varma	Review of sale process updates	0.5	4
6/9/20	Sanjeev Varma	Review closing status of sales	1.0	4
6/10/20	Sanjeev Varma	Review of sale process updates	0.5	4
6/10/20	Sanjeev Varma	Call with Counsel re: sale closings and status	0.5	5
6/14/20	Sanjeev Varma	Review notes from Counsel re: sale closings	0.5	5
6/18/20	Sanjeev Varma	Communications with Counsel re: sale closing	1.0	5
6/18/20	Sanjeev Varma	Internal discussion re: conversion motion	0.5	10
6/19/20	Sanjeev Varma	Review of sale closing updates	0.5	4
6/20/20	Sanjeev Varma	Review of sale process closing update	0.5	4
<b>June 1, 2020 - June 30, 2020 Hours for Sanjeev Varma</b>			<b>6.5</b>	
6/3/20	Peter Gnatowski	Review sale process closing updates	1.0	4
6/3/20	Peter Gnatowski	Discussion with Counsel re: sale closing	0.5	5
6/3/20	Peter Gnatowski	Correspondence with Debtors' advisors re: status of closings	0.5	6
6/4/20	Peter Gnatowski	Review fee escrow cap analysis	1.0	3
6/5/20	Peter Gnatowski	Review professional fee escrow reconciliation	1.5	3
6/5/20	Peter Gnatowski	Correspondence with Counsel re: NA closing	0.5	5
6/5/20	Peter Gnatowski	Review direction fee letters	1.0	10
6/8/20	Peter Gnatowski	Review key sale process updates from Counsel	1.0	4
6/9/20	Peter Gnatowski	Review second escrow direction letter	1.0	3
6/10/20	Peter Gnatowski	Call w/ Counsel to discuss NA/Europe Sale Closings	0.5	4
6/10/20	Peter Gnatowski	Correspondence with Debtors' advisors re: sale closings	0.5	6
6/14/20	Peter Gnatowski	Review sale process closing updates	1.0	4

Date	Name	Description of Task(s)	Hours	Category
6/18/20	Peter Gnatowski	Review sale process closing updates	0.5	4
6/18/20	Peter Gnatowski	Review/discuss conversion motion	1.0	10
6/19/20	Peter Gnatowski	Review sale process closing updates	1.0	4
6/19/20	Peter Gnatowski	Communication with Debtors' advisors on Europe/ROW sales	0.5	6
6/22/20	Peter Gnatowski	Review Lincoln's May fee application	1.0	12
6/24/20	Peter Gnatowski	Review notes from conversion hearing	0.5	7
6/24/20	Peter Gnatowski	Review of motion to convert case	1.0	10
6/26/20	Peter Gnatowski	Review Lincoln's interim fee application	1.0	12
<b>June 1, 2020 - June 30, 2020 Hours for Peter Gnatowski</b>			<b>16.5</b>	
6/1/20	Alex Gebert	Review sales process update	1.5	4
6/3/20	Alex Gebert	Analysis of professional fee escrow for Counsel	2.5	3
6/3/20	Alex Gebert	Reconciliation of fee escrow cap	1.5	3
6/3/20	Alex Gebert	Review sales process update	1.0	4
6/4/20	Alex Gebert	Review escrow agreement/direction letters for Counsel	1.0	3
6/5/20	Alex Gebert	Review status of NA sale closing	1.0	4
6/9/20	Alex Gebert	Telephonic participation on Omnibus hearing	0.5	7
6/9/20	Alex Gebert	Review direction letters for Counsel	0.5	10
6/9/20	Alex Gebert	Review court docket for recent filings	1.0	10
6/10/20	Alex Gebert	Correspondence with Counsel re: direction letters	0.5	5
6/10/20	Alex Gebert	Call with Counsel re: status of sale closing	0.5	5
6/11/20	Alex Gebert	Review/prepare Lincoln's April CNO	0.5	12
6/14/20	Alex Gebert	Review sales process update	1.0	4
6/19/20	Alex Gebert	Review sales process update	0.5	4
6/21/20	Alex Gebert	Prepare May fee application	3.0	12
6/22/20	Alex Gebert	Reconcile fee apps to professional fee escrow	1.0	3
6/22/20	Alex Gebert	Review status sales process closing status	1.0	4
6/22/20	Alex Gebert	Prepare May fee application	2.0	12
6/24/20	Alex Gebert	Dial into and listen to conversion hearing	0.5	7
6/26/20	Alex Gebert	Prepare Lincoln's final and third interim fee app	1.5	12
<b>June 1, 2020 - June 30, 2020 Hours for Alex Gebert</b>			<b>22.5</b>	

**APPENDIX B**

**SUMMARY OF OUT-OF-POCKET EXPENSES**

**APPENDIX B**  
**SUMMARY OF OUT-OF-POCKET EXPENSES**  
**FOR THE PERIOD JUNE 1, 2020 TO JUNE 30, 2020**

Project Category	Expense Date	LI Professional(s)	Expense Detail(s) / Internal Memo(s)	Amount (\$)
Teleconferencing	5/11/2020		Communique Conference Calls 202003	\$ 27.75
Teleconferencing	5/19/2020		Communique Conference Calls 202003	33.00

**EXHIBIT B****SUMMARY OF FILED MONTHLY FEE APPLICATIONS  
DURING THIRD INTERIM AND FINAL APPLICATION****APRIL 1, 2020 THROUGH JUNE 30, 2020**

Requested							Approved/ Pending Approval <sup>4</sup>		20% Fee Holdback
Docket No. Date Filed		Period Covered	CNO Date Filed/ Docket No.	Fees	Expenses	Total	Fees	Expenses	
1	5/22/20 [D.I. 1057]	4/1/20 through 4/30/20	5/15/20 [D.I. 1125]	\$75,000.00	\$498.81	\$75,498.81	\$60,000.00	\$498.81	\$15,000.00
2	6/22/20 [D.I. 1141]	5/1/20 through 5/31/20	N/A	\$75,000.00	\$0.00	\$75,000.00	\$60,000.00	\$0.00	\$15,000.00
3	<u>Exhibit A</u>	6/1/20 through 6/30/20	N/A	\$75,000.00	\$60.75	\$75,0060.75	\$60,000.00	\$60.75	\$15,000.00
TOTAL MONTHLY FEES:				\$225,000.00	\$559.56	\$225,559.56	\$180,000.00	\$559.56	\$45,000.00
TRANSACTION FEE:				\$500,000.00	N/A	\$500,000.00	\$400,000.00	N/A	\$100,000.00
TOTAL FEES:				\$725,000.00	\$559.56	\$725,559.56	\$580,000.00	\$559.56	\$145,000.00
TOTAL COMPENSATION PER PROFESSIONAL FEE ESCROW:				\$627,361.88	\$559.56	\$627,921.44	\$501,889.50	\$559.56	\$125,472.38

<sup>4</sup> Absent the filing of an objection by the Objection Deadline, Lincoln will file a Certificate of No Objection, which filing shall entitle Lincoln to full payment of any amounts (separate and apart from monthly fee application procedures), including 20% holdbacks, referenced in this Application.

**EXHIBIT C****SUMMARY BY TASK CODE FOR THE THIRD INTERIM AND FINAL APPLICATION****APRIL 1, 2020 THROUGH JUNE 30, 2020**

<b>Project Category</b>	<b>Hours Engaged</b>
Bankruptcy Filings and Other Motion Review	18.5
Business and Financial Due Diligence / Analysis	71.5
Case Administration / General	23.5
Claims Analysis	26.5
Court Hearing, Testimony and Related Preparation	10.0
Creditor and Counsel Communications / Meetings	40.0
Debtor and Other Professional Communications / Meetings	44.5
DIP Financing, Cash Flow, Liquidity and MOR Analysis	29.5
First Day Motions and Related Due Diligence / Analysis	0
Plan of Reorganization	0
Sale Process / Buyers / Strategic Alternatives	150.5
Travel Time	0
<b>TOTALS</b>	<b>414.5</b>

**EXHIBIT D****SUMMARY BY TIMEKEEPER FOR THE THIRD INTERIM AND FINAL APPLICATION****APRIL 1, 2020 THROUGH JUNE 30, 2020**

<b>Name of Professional</b>	<b>Position</b>	<b>Total Hours Billed</b>	<b>Total Compensation</b>
Brendan Murphy	Managing Director	84.5	
Sanjeev Varma	Senior Advisor	52.5	
Peter Gnatowski	Director	108.0	
Alex Gebert	Analyst	169.5	
<b>Totals Monthly Fees Incurred</b>		<b>414.5</b>	<b>\$225,000.00</b>
<b>Transaction Fee</b>			<b>\$500,000.00</b>
<b>Grand Total of Fees Incurred</b>			<b>\$725,000.00</b>

**EXHIBIT E**

**EXPENSES SUMMARY FOR THE THIRD INTERIM AND FINAL APPLICATION**

**APRIL 1, 2020 THROUGH JUNE 30, 2020**

<b>Expense Category</b>	<b>Expense Sub-total</b>
Hotel Stay (Traveling)	\$474.14
Teleconferencing	\$85.42
<b>Total Disbursements Requested</b>	<b>\$559.56</b>

**EXHIBIT F**

**CUSTOMARY AND COMPARABLE COMPENSATION DISCLOSURES**

**APRIL 1, 2020 THROUGH JUNE 30, 2020**

<b>Aggregate Blended Hourly Rate for this Fee Application:</b>	N/A
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**EXHIBIT G****STAFFING PLAN****APRIL 1, 2020 THROUGH JUNE 30, 2020**

<b>CATEGORY OF TIMEKEEPER (using categories maintained by the firm)</b>	<b>NUMBER OF TIMEKEEPERS EXPECTED TO WORK ON THE MATTER DURING THE BUDGET PERIOD<sup>1</sup></b>	<b>AVERAGE HOURLY RATE FOR TIMEKEEPERS EXPECTED TO WORK ON THE MATTER</b>
Managing Director	1	N/A
Senior Advisor	1	N/A
Director	1	N/A
Analyst	1	N/A

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<sup>1</sup> Note that this reflects primary timekeepers staffed on this engagement. Additional timekeepers may be called upon from time to time to handle matters.

**EXHIBIT H – ADDITIONAL DISCLOSURES**

Are rates in interim fee application higher than those approved or disclosed at retention?	No
Total compensation <sup>1</sup> sought in this Application	\$725,559.56 (\$627,921.44 from professional fee escrow)
Total compensation sought in this Application approved to date pursuant to the Compensation Procedures Order	\$60,498.81
Total compensation sought in this Application already paid pursuant to the Compensation Procedures Order	\$60,498.81
Total compensation sought in this Application not yet paid	\$665,060.75 (\$567,422.63 from professional fee escrow)
Number of professionals included in this Application	4
If applicable, number of professionals in this Application not included in the Staffing Plan	N/A
If applicable, difference between fees budgeted and fees incurred for the interim compensation period <sup>2</sup>	Within budget

<sup>1</sup> Total compensation includes fees (monthly fees and Lincoln's transaction fee) and expenses incurred by Lincoln, for the Compensation Period.

<sup>2</sup> Lincoln did not prepare a specific budget. This response compares Lincoln's fees and expenses sought in this Application to the allocation for Committee professionals' fees and expenses pursuant to the budget approved in the final order authorizing the Debtors' postpetition financing [Docket No. 340], subject to timing variances.